

# UNION PACIFIC RAILROAD COMPANY

345 PARK AVENUE



NEW YORK, N.Y. 10022

KENDOR P. JONES  
ASSISTANT EASTERN GENERAL COUNSEL

NO-2054015

Date JUL 23 1980

Fee \$ 10.00

ICC Washington, D. C.

July 22, 1980

RECORDATION NO. 8644-F Filed & Recorded

JUL 23 1980-9 40 AM

INTERSTATE COMMERCE COMMISSION

Hon. Agatha L. Mergenovich  
Secretary  
Interstate Commerce Commission  
Washington, D. C. 20423

Equipment Trust Agreement, dated as of January 1, 1977, between Morgan Guaranty Trust Company of New York, as Trustee, and Union Pacific Railroad Company, as amended, by a First Supplemental Agreement, dated as of May 1, 1977, a Second Supplemental Agreement, dated as of June 1, 1978, a Third Supplemental Agreement, dated as of September 1, 1979, a Fourth Supplemental Agreement, dated as of October 1, 1979, and a Fifth Supplemental Agreement, dated as of January 1, 1980; Recordation Nos. 8644, 8644-A, 8644-B, 8644-C, 8644-D and 8644-E

Dear Mrs. Mergenovich:

Enclosed herewith are four executed notices and Statements of New Numbers changing the numbers of certain units of trust equipment relative to the above captioned Agreement between Morgan Guaranty Trust Company of New York, as Trustee, and Union Pacific Railroad Company.

After filing and recordation, at least two of the notices and Statements of New Numbers should be returned to the undersigned or given to the bearer of this letter.

Also enclosed is a check in the amount of \$10.00, payable to the order of the Interstate Commerce Commission, in payment of the fee associated with the filing and recordation of this document.

Very truly yours,

Kendor P. Jones

KPJ:b  
Encls.

# UNION PACIFIC RAILROAD COMPANY

345 PARK AVENUE



NEW YORK, N.Y. 10022

H. B. SHUTTLEWORTH  
VICE PRESIDENT AND TREASURER

July 7, 1980

Morgan Guaranty Trust Company  
of New York  
30 West Broadway  
New York, New York 10015

Attention: Mr. Patrick J. Crooks  
Trust Officer

RECORDATION NO. 8644-F FILE & RECORDED

JUL 23 1980 9 46AM

INTERSTATE COMMERCE COMMISSION

Equipment Trust Agreement, dated as of January 1, 1977, between Morgan Guaranty Trust Company of New York, as Trustee (the "Trustee"), and Union Pacific Railroad Company (the "Company"), as amended by a First Supplemental Agreement, dated as of May 1, 1977, a Second Supplemental Agreement, dated as of June 1, 1978, a Third Supplemental Agreement, dated as of September 1, 1979, a Fourth Supplemental Agreement, dated as of October 1, 1979, and a Fifth Supplemental Agreement, dated as of January 1, 1980 (as so amended, the "Agreement"); Recordation Nos. 8644, 8644-A, 8644-B, 8644-C, 8644-D and 8644-E

Gentlemen:

In accordance with Section 4.6 of the above captioned Agreement, you are hereby notified that the numbers of certain units of Trust Equipment have been changed as reflected in the Statement of New Numbers (the "Statement") attached hereto.


Please acknowledge the filing by the Company with the Trustee of the Statement by executing and returning to the attention of the undersigned the four enclosed copies of this notice. In accordance with Section 4.6 of the Agreement, the Company will file and have recorded a copy of the notice and the attached Statement with the

Morgan Guaranty Trust Company  
of New York  
July 7, 1980  
Page Two

Interstate Commerce Commission as provided in Section 6.4  
of the Agreement and will provide you with evidence of  
such filing and recordation.

Very truly yours,

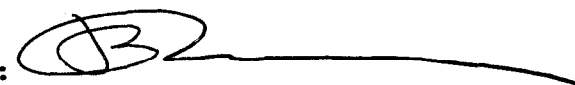
UNION PACIFIC RAILROAD COMPANY

By:   
Vice President and Treasurer

KPJ:b  
Encls.


Filing acknowledged.

MORGAN GUARANTY TRUST COMPANY  
OF NEW YORK

By:   
Trust Officer

STATE OF NEW YORK     )  
                              ) ss.:  
COUNTY OF NEW YORK    )

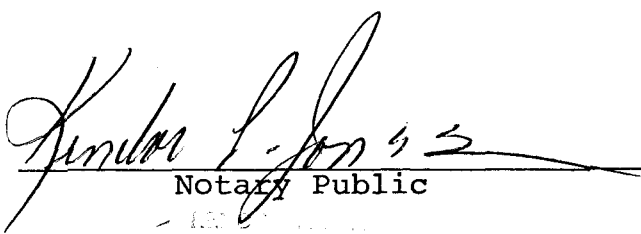
On this 17<sup>th</sup> day of July, 1980, before me personally appeared P. J. CROOKS, to me personally known, who, being by me duly sworn, says that he is a Trust Officer of MORGAN GUARANTY TRUST COMPANY OF NEW YORK and that the foregoing instrument was signed on behalf of the said corporation by authority of its Board of Directors, and he acknowledged that the execution of the said instrument was the free act and deed of the said corporation.

  
Notary Public

SUE SCALCIONE  
NOTARY PUBLIC, State of New York  
No. 31-4649548  
Qualified in New York County  
Commission Expires March 30, 1981

STATE OF NEW YORK     )  
                              ) ss.:  
COUNTY OF NEW YORK    )

On this 8<sup>th</sup> day of July, 1980, before me personally appeared H. B. SHUTTLEWORTH, to me personally known, who, being by me duly sworn, says that he is Vice President and Treasurer of UNION PACIFIC RAILROAD COMPANY and that the foregoing instrument was signed on behalf of the said corporation by authority of its Board of Directors, and he acknowledged that the execution of the said instrument was the free act and deed of the said corporation.

  
Notary Public

Kendra L. Jones  
Notary Public, State of New York  
No. 31-7115523  
Qualified in New York County  
Commission Expires March 30, 1982

UNION PACIFIC EQUIPMENT TRUST NO. 2 OF 1977  
STATEMENT OF NEW NUMBERS

| <u>No. of<br/>Units</u> | <u>Description</u>   | <u>Old Numbers</u>                              | <u>New Numbers</u>                              |
|-------------------------|--|---|---|
| 11                      | 100-ton, 61' bulkhead<br>flat cars, Class F-<br>100-14, Portec, Inc.,<br>builder | UP215707 to<br>UP215717,<br>both inclu-<br>sive | UP215757 to<br>UP215767,<br>both inclu-<br>sive |